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Unsecured Creditors

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re

Chapter 11

IMPATH INC., *et al.*

Case No. 03-16113 (PCB)

Debtors.
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(Jointly Administered)

**ORDER AUTHORIZING *NUNC PRO TUNC* EMPLOYMENT
AND RETENTION OF DUANE MORRIS LLP AS SPECIAL PURPOSE
COUNSEL FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS**

Upon the motion (the “Motion”) of The Official Committee of Unsecured Creditors (the “Committee”) of Impath Inc., *et al.* (the “Debtors”), pursuant to Sections 327(e), 328(a) and 1103 of Title 11 of the United States Code, 11 U.S.C. §§ 101 *et seq.* and Rules 2014 and 2016 of the Federal Rules of Bankruptcy Procedure, for an order authorizing *nunc pro tunc* employment and retention of Duane Morris LLP (“Duane Morris”), as special purpose counsel to the Committee, and upon the consideration of the Affidavit and Disclosure Statement of Robert M. Hirsh in support of the Motion; and objections to the Motion, if any, having been withdrawn or overruled; and the Court having determined that the relief requested in the Motion is in the best interest of the Debtors, its estate and creditors; and the Court having determined that Duane Morris is a “disinterested person” within the meaning of 11 U.S.C. §101(14) (as modified by Section 1107 of the Bankruptcy Code); and the Court having determined that Duane Morris does not represent or hold any interest adverse to the Committee, Debtors or their estates with respect

to the matters for which it is being retained; and the Court having determined that Duane Morris does not have any connection with the Debtors, their estates or creditors; and it appearing that proper and adequate notice of the Motion has been given and no other or further notice is necessary; and after due deliberation thereon, and good and sufficient cause appearing therefore; it is hereby

ORDERED, the Motion is hereby GRANTED; and it is further

ORDERED, that the Committee is authorized pursuant to 11 U.S.C. §§ 327(e), 328(a) and 1103 and Fed. R. Bankr. P. 2014 and 2016 to employ Duane Morris as its special purpose counsel in accordance with the terms and conditions as set forth in the Motion; and it is further

ORDERED, that Duane Morris shall be compensated in accordance with the terms described in the Motion; and it is further

ORDERED, Duane Morris is hereby retained *nunc pro tunc* to May 10, 2004.

Dated: New York, New York
June 2, 2004

/s/ Prudence Carter Beatty
UNITED STATES BANKRUPTCY JUDGE

NO OBJECTION:

By: /s/ Paul Schwartzberg
Office of the United States Trustee